API NUMBER: 051 23687 orizontal Hole Oil & Gas	OIL & GAS OKLAHO (CORPORATION COMMISS CONSERVATION DIVISIO P.O. BOX 52000 MA CITY, OK 73152-2000 Rule 165:10-3-1) PERMIT TO DRILL	n [Approval Date: Expiration Date:	05/15/2013 : 11/15/2013
WELL LOCATION: Sec: 23 Twp: 3N Rge: SPOT LOCATION: SE NE NW NW	5W County: GRADY				
		08 1032			
Lease Name: VINSON Operator NEWFIELD EXPL MIDCONTINE Name:		4H-14 Telephone: 9188781290		08 feet from near IC/OCC Number:	rest unit or lease boundary. 20944 0
NEWFIELD EXPL MIDCONTINENT 1 WILLIAMS CTR STE 1900 TULSA, OK	INC 74172-0162	ROBIN H P.O. BO MT. VEF	-		75457
Formation(s) (Permit Valid for Listed I Name 1 MISSISSIPPIAN 2 WOODFORD 3 HUNTON 4 5	Formations Only): Depth 14671 14928 15163	Name 6 7 8 9 10		Dep	oth
Spacing Orders: 185688 185087	Location Exception O	rders: 611537	Increa	ased Density Orders:	610822
Pending CD Numbers:			Specia	al Orders:	
Total Depth: 20283 Ground Elevation	1170 Surface C	asing: 1500	Depth to ba	ase of Treatable Wat	ter-Bearing FM: 290
Under Federal Jurisdiction: No PIT 1 INFORMATION Type of Pit System: CLOSED Closed System Mea		Supply Well Drilled: No Approved Method fo B. Solidification of p	r disposal of Drilling Fl		used to Drill: Yes
Type of Mud System: WATER BASED Chlorides Max: 5000 Average: 3000 Is depth to top of ground water greater than 10ft below Within 1 mile of municipal water well? N Wellhead Protection Area? N	v base of pit? Y		oplication (REQUIRE	ES PERMIT)	PERMIT NO: 13-2336
Pit is located in a Hydrologically Sensitive Are Category of Pit: C Liner not required for Category: C Pit Location is BED AQUIFER Pit Location Formation: DUNCAN	a.				

 PIT 2 INFORMATION

 Type of Pit System:
 CLOSED Closed System Means Steel Pits

 Type of Mud System:
 OIL BASED

 Chlorides Max: 300000
 Average: 200000

 Is depth to top of ground water greater than 10ft below base of pit?
 Y

 Within 1 mile of municipal water well?
 N

 Wellhead Protection Area?
 N

 Pit
 is located in a Hydrologically Sensitive Area.

 Category of Pit:
 C

 Liner not required for Category: C
 C

Pit Location is BED AQUIFER Pit Location Formation: DUNCAN

HORIZONTAL HOLE 1

Sec	14	Twp	3N	Rge	5٧	V	С	ounty	GRADY
Spot I	Locatior	n of En	d Poir	nt: N	w	NW	/	NE	NW
Feet I	From:	NOF	RTH	1/4 S	ectio	n Lin	e:	50	
Feet I	From:	WE	ST	1/4 S	ectio	n Lin	e:	15	45
Depth of Deviation: 14170									
Radius of Turn: 740									
Direct	Direction: 5								
Total Length: 4950									
Measured Total Depth: 20283									
True Vertical Depth: 15163									
End Point Location from Lease,									
ι	Unit, or	Proper	ty Line	e: 50					
								Ac	Iditional Surface Owner

	BENJAMIN BARRESI, COSMO INVES ROBERT VAUGHN	5 501 N. WALKER, SUITE 120 210 LAURN LANE	OKLAHOMA CITY, OK 73102 PALMER, AR 99645
	MICHAEL A. BIRCH	12316-A N. MAY AVENUE	OKLAHOMA CITY, OK 73120
Notes:			
Category	Description		
DEEP SURFACE CASING		D; NOTIFY OCC FIELD INSPECTOR IMME IRE TO CIRCULATE CEMENT TO SURFA	
INCREASED DENSITY - 610822	5/14/2013 - G75 - 14-3N-5W X185087/185688 WDFD 4 WELLS NEWFIELD EXPLOR. MID-C 4-25-2013	ONT. INC.	
LOCATION EXCEPTION - 611537	5/14/2013 - G75 - (I.O.) X185087/185688 MSSP, WDI SHL NCT 330 FNL, NCT 1320 FIRST PERF NCT 165 FSL, N LAST PERF NCT 165 FNL, N NEWFIELD EXPLOR. MID-C0 5-13-2013	0 FWL 23-3N-5W ** NCT 1320 FWL 14-3N-5W CT 1320 FWL 14-3N-5W	
	** ITD HAS SHL AS 408' FNL LOCATION EXCEPTION PER	, 1032' FWL; TO BE CORRECTED AT HEAR OPERATOR	ARING FOR FINAL ORDER
MEMO		CLOSED SYSTEM=STEEL PITS PER OP IN CONCRETE-LINED PIT, SOLIDIFIED,	

Address

City, State, Zip

Category

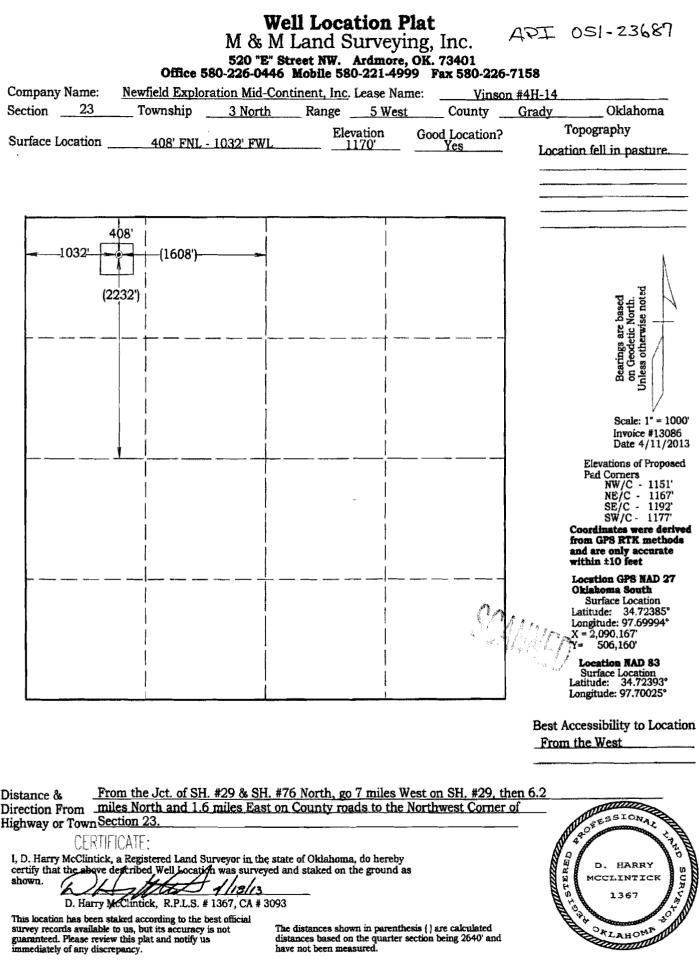
SPACING - 185087

Description

5/14/2013 - G75 - (640) 14-3N-5W EXT 171539 HNTN, OTHERS EST MSSP, WDFD, OTHERS

SPACING - 185688

5/14/2013 - G75 - NPT 185087 CHANGING PARAGRAPH 1 OF ORDER FROM MCCLAIN CO. TO GRADY CO.



survey records available to us, but its accuracy is not guaranteed. Please review this plat and notify us immediately of any discrepancy.

The distances shown in parenthesis () are calculated distances based on the quarter section being 2640' and have not been measured.



May 13, 2013

Newfield Exploration Mid-Continent, Inc. One Williams Center; Suite 1900 Tulsa, OK 741729 918-582-2690 Fax: 918-732-1787

API 051-23687

Oklahoma Corporation Commission Oil & Gas Conservation Division P.O. Box 52000

ATTN: Manager of the Technical Services Department

RE: Liner Variance Request Vinson 4H-14 Sec 23-03N-05W, Grady County

Dear Sir:

We are requesting a variance to the liner requirements for the burial of oil-based cuttings (OBC) as stated in rules of the Oklahoma Corporation Commission (OCC). We intend to bury the OBC from the above mentioned well using Scott Environmental Services Inc.'s (SESI) stabilization and solidification process, DuroSM. Specifically, the request for a variance is because the chosen process cannot be practically carried out under current Oklahoma rules due to the rules stating that OBC burial requires a geomembrane liner but the rules do not allow stirring within geomembrane lined pits.

In a letter dated November 15, 2010, Mr. Tim Baker confirmed that use of a Duro^{su} process had met the requirements of the Commission. It is requested that a variance be approved for this well site, provided that the following conditions are met:

- 1. A soil liner may be used instead of a geomembrane liner if the unconfined compressive strength (UCS) of the DuroSM material is at least 70 pounds per square inch (psi), or
- 2. No liner is required if the DuroSM material meets all of the following conditions:
 - a. A permeability of not more than 1 x 10⁻⁶ cm/sec;
 - b. A UCS of at least 35 psi; and
 - c. Concentrations in a leachate of the DuroSM material according to EPA's SPLP procedure do not exceed the following values for the constituents named:
 - i. Total Petroleum Hydrocarbons, 100 mg/l;
 - ii. pH, 12.49 SU, plus a lower limit no less than 6;

iii. Arsenic, 5.00 mg/l;

- iv. Barium, 100 mg/l;
- v. Cadmium, 1.00 mg/l;
- vi. Chromium, 5.00 mg/l;
- vii. Lead, 5.00 mg/l;
- viii. Mercury, 0.20 mg/l;
- ix. Selenium, 1.00 mg/l;
- x. Silver, 5.00 mg/l;
- xi. Zinc, 5.00 mg/l; and
- xii. Benzene, 0.5 mg/l.

The permeability value specified in item 2(a) is the same as that required for a standard soil liner, so that in effect the DuroSM processed material becomes its own liner but is even more effective, because the low permeability extends throughout the bulk of the DuroSM material.

Conformance with the specified criteria is determined on laboratory samples made with a representative sample of the waste to be subjected to the DuroSM process. The results of the testing will be provided to the Pollution Abatement Department of the OCC.

Your prompt attention to this matter is appreciated.

Sincerely,

1 denite Burn

Daniele Burris Regulatory Analyst

cc: WF Geoffrey Nielsen

Page 2

Bob Anthony Commissioner

Corporation Commission

P.O. BOX 52000 OKLAHOMA CITY OKLAHOMA 73152-2000 255 Jim Thorpe Building Telephone: (405)521-2302 FAX: (405)521-3099

OIL & GAS CONSERVATION DIVISION

November 15, 2010

J. Blake Scott Scott Environmental Services, Inc. P.O. Box 6215 Longview, Texas 75608

051-23687

Sparse to Jan Mr.

Lori Wrotenbery, Director

RE: Requests for variances to liner requirements for pits used to contain off-based cuttings or the based

Jeff Cloud

Commissioner

Dear Mr. Scott:

This is in response to your inquiry concerning the procedure by which operators of wells in the State of Oklahoma regulated by the Commission's Oil and Gas Conservation Division may request variances to liner requirements for pits used to contain oil-based cuttings (OBC). OAC 165:10-7-16(b)(1)(B)(iv) provides that any pit used to contain oil-based drilling fluids, cuttings and/or completion/fracture/workover fluids shall be required to have a geomembrane liner. OAC 165:10-7-16(b)(5) states that any variance from the liner requirements of OAC 165:10-7-16(b)(5) states that any variance from the liner requirements of OAC 165:10-7-16(b)(5) states that any variance from the liner requirements of OAC 165:10-7-16 may be granted by the Manager of the Technical Services Department after receipt of a written request and supporting documentation required by the Department. Operators must submit written requests for variances to liner requirements for pits used to contain OBC to the Commission's Technical Services Department (TSD) Manager as attachments to initial or amended OCC Form 1000 Applications to Drill, Recomplete or Reenter.

The TSD Manager will require operators to submit documentation in support of requests for variances. Variances to liner requirements for pits containing OBC are not effective until granted by the TSD Manager. If operators requesting variances to liner requirements for pits containing OBC fail to submit acceptable documentation to the TSD Manager, or if such variance requests are denied, then operators are required to deposit the solidified OBC in pits containing geomembrane liners and close the pits as required by OAC 165:10-7-16, or otherwise dispose of the solidified OBC in accordance with Commission rules.

If the processes employed by your company and any other entity demonstrate through the submission of laboratory analyses, chain of custody forms and any other documentation required by the TSD Manager that the solidified OBC for which a variance from the pit liner requirements is sought meet acceptable criteria, then the TSD Manager could approve such variance requests submitted by operators.

Your company has demonstrated in three separate trials to date that solidified OBC for which variances were sought by operators have met the criteria of the Technical Services Department for burying such materials in pits with no geomembrane liners.

SERVICE • ASSISTANCE • COMPLIANCE EXCELLENCE IS OUR STANDARD If you have any questions concerning the foregoing, please contact me at (405) 522-2763.

Sincerely

Tim Baker Manager, Pollution Abatement Department Oklahoma Corporation Commission

Cc: Lori Wrotenbery, Ron Dunkin, Wayne Wright, Grant Ellis, Tony Cupp, Terry Grooms, Gayland Darity, Sally Shipley, Keith Thomas, Susan Conrad, Jim Hamilton, Connie Moore

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